

Fill in this information to identify the case:

United States Bankruptcy Court for the:

WESTERN DISTRICT OF OKLAHOMACase number (if known): _____ Chapter 7☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy**04/16**

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name	<u>Youtoo Technologies, LLC</u>	
2. All other names debtor used in the last 8 years		
	Include any assumed names, trade names and <i>doing business as</i> names	
3. Debtor's federal Employer Identification Number (EIN)	<u>2 7 - 3 6 4 6 2 0 8</u>	
4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>210 Park Avenue, Suite 700</u>	
	Number Street	Number Street
		P.O. Box
	<u>Oklahoma City</u>	<u>OK 73102</u>
	City State ZIP Code	City State ZIP Code
	<u>Oklahoma</u>	Location of principal assets, if different from principal place of business
	County	
		Number Street
		City State ZIP Code
5. Debtor's website (URL)		
6. Type of debtor	<input type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input checked="" type="checkbox"/> Other. Specify: <u>Limited Liability Company</u>	

Debtor **Youtoo Technologies, LLC**

Case number (if known) _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☒ No☐ Yes. Debtor _____ Relationship _____

District _____ When _____

MM / DD / YYYY

Case number, if known _____

List all cases. If more than 1, attach a separate list.

Debtor _____ Relationship _____

District _____ When _____

MM / DD / YYYY

Case number, if known _____

11. Why is the case filed in this district?*Check all that apply:*☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** *(Check all that apply.)*☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other _____**Where is the property?**

Number _____ Street _____

City _____ State _____ ZIP Code _____

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds***Check one:*☐ Funds will be available for distribution to unsecured creditors.☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

Debtor **Youtoo Technologies, LLC**

Case number (if known) _____

- 14. Estimated number of creditors**
- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input checked="" type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |
- 15. Estimated assets**
- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |
- 16. Estimated liabilities**
- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input checked="" type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

- 17. Declaration and signature of authorized representative of debtor**
- ☒ The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
 - ☒ I have been authorized to file this petition on behalf of the debtor.
 - ☒ I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/30/2017
MM / DD / YYYY

X /s/ Marsh Pitman, Member/Manager
Signature of authorized representative of debtor

Marsh Pitman, Member/Manager
Printed name

Title See Attached

18. Signature of attorney

X /s/ O. Clifton Gooding Date 11/30/2017
Signature of attorney for debtor MM / DD / YYYY

O. Clifton Gooding
Printed name

The Gooding Law Firm, P.C.
Firm name

650 City Place Building
Number Street
204 N. Robinson Avenue

Oklahoma City
City

OK **73102**
State ZIP Code

(405) 948-1978
Contact phone

cgooding@goodingfirm.com
Email address

10315
Bar number

OK
State

Official Form 201A (12/15)

[If debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA
OKLAHOMA CITY DIVISION**

In re **Youtoo Technologies, LLC**

Case No. _____

Chapter **7**

**Attachment to Voluntary Petition for Non-Individuals Filing for
Bankruptcy under Chapter 11**

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is N/A.

2. The following financial data is the latest available information and refers to the debtor's condition on 11/30/2017.

a. Total assets	<u>\$28,635.00</u>	
b. Total debts (including debts listed in 2.c., below)	<u>\$14,216,840.84</u>	
c. Debt securities held by more than 500 holders:		Approximate number of holders:
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	_____	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	_____	_____
d. Number of shares of preferred stock	<u>0</u>	<u>0</u>
e. Number of shares of common stock	<u>0</u>	<u>0</u>

Comments, if any:
LLC not a corporation

3. Brief description of debtor's business:
Web Technology

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:
YooToo Capital Partners, LP

Title

By: MCFGA, LLC, its Manager

By: CFMMMP, LLC, its Member/Manager

Fill in this information to identify the caseDebtor name Youtoo Technologies, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF OKLAHOMACase number
(if known) _____☐ Check if this is an
amended filing

Official Form 206A/B

Schedule A/B: Assets -- Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.
☒ Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of
debtor's interest**2. Cash on hand****3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of
account number

**3.1. Business Checking Account with CrossFirst
Bank
Account number ending in 5974**

****Balance in account as of October 31, 2017****Checking account****5 9 7 4****\$800.00****4. Other cash equivalents (Identify all)**

Name of institution (bank or brokerage firm)

5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$800.00**Part 2: Deposits and prepayments****6. Does the debtor have any deposits or prepayments?**

- ☒ No. Go to Part 3.
☐ Yes. Fill in the information below.

Debtor **Youtoo Technologies, LLC**
Name

Case number (if known) _____

Current value of
debtor's interest**7. Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$0.00**Part 3: Accounts receivable****10. Does the debtor have any accounts receivable?**

- ☐ No. Go to Part 4.
☒ Yes. Fill in the information below.

Current value of
debtor's interest**11. Accounts receivable**

11a. 90 days old or less:	<u>\$0.00</u>	—	<u>\$0.00</u>	= →	<u>\$0.00</u>
	face amount		doubtful or uncollectible accounts			

11b. Over 90 days old:	<u>\$22,700.00</u>	—	<u>\$22,700.00</u>	= →	<u>\$0.00</u>
	face amount		doubtful or uncollectible accounts			

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$0.00**Part 4: Investments****13. Does the debtor own any investments?**

- ☒ No. Go to Part 5.
☐ Yes. Fill in the information below.

Valuation method
used for current valueCurrent value of
debtor's interest**14. Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock:

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity:

% of ownership:

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83.

\$0.00**Part 5: Inventory, excluding agriculture assets****18. Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
☐ Yes. Fill in the information below.

Debtor Youtoo Technologies, LLC Case number (if known) _____

Name

General description	Date of the last physical inventory MM/DD/YYYY	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
20. Work in progress				
21. Finished goods, including goods held for resale				
22. Other inventory or supplies				
23. Total of Part 5 Add lines 19 through 22. Copy the total to line 84.				\$0.00
24. Is any of the property listed in Part 5 perishable?				
<input checked="" type="checkbox"/> No				
<input type="checkbox"/> Yes				
25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?				
<input checked="" type="checkbox"/> No				
<input type="checkbox"/> Yes. Book value _____ Valuation method _____ Current value _____				
26. Has any of the property listed in Part 5 been appraised by a professional within the last year?				
<input checked="" type="checkbox"/> No				
<input type="checkbox"/> Yes				

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming or fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops--either planted or harvested			
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish			
30. Farm machinery and equipment (Other than titled motor vehicles)			
31. Farm and fishing supplies, chemicals, and feed			
32. Other farming and fishing-related property not already listed in Part 6			
33. Total of Part 6. Add lines 28 through 32. Copy the total to line 85.			\$0.00
34. Is the debtor a member of an agricultural cooperative?			
<input checked="" type="checkbox"/> No			
<input type="checkbox"/> Yes. Is any of the debtor's property stored at the cooperative?			
<input type="checkbox"/> No			
<input type="checkbox"/> Yes			
35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?			
<input checked="" type="checkbox"/> No			
<input type="checkbox"/> Yes. Book value _____ Valuation method _____ Current value _____			
36. Is a depreciation schedule available for any of the property listed in Part 6?			
<input checked="" type="checkbox"/> No			
<input type="checkbox"/> Yes			
37. Has any of the property listed in Part 6 been appraised by a professional within the last year?			
<input checked="" type="checkbox"/> No			
<input type="checkbox"/> Yes			

Debtor Youtoo Technologies, LLC Case number (if known) _____
 Name

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.
☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
40. Office fixtures			
41. Office equipment, including all computer equipment and communication systems equipment and software			
Adobe Flash Media Software Date Acquired 2/2/2011			Unknown
Sony Laptop/Monitor-Developer Date Acquired 3/15/2011			Unknown
Dell Laptop-Used by Brian H. Date Acquired 4/19/2011			Unknown
Dell Sandbox Server Date Acquired 12/23/2011			Unknown
MacBook Air 13"-USED by David Armour Date Acquired 2/15/2012			
David Armour 3764 Camino Codomix Calabasas, CA 91302			Unknown
(2) MacBook Pro 15"-Used by Development Team Date Acquired 7/1/2012			Unknown
Dell XPS One 2170 -Used by Development Team Date Acquired 8/6/2012			Unknown
MacBook -Used by Karla Burgos Date Acquired 10/01/2012			Unknown
MacBook Pro 13" - Used by Heidi Miller Date Acquired 10/01/2012			Unknown
MacBook Pro 15" -Used by Phil Gura Date Acquired 10/31/2012			Unknown
MacBook Air 13" - Used by IT Team Date Acquired 11/03/2012			Unknown
MacBook Pro 13" -Used by IT Team Date Acquired 11/07/2012			Unknown
MacBook Pro 11" -Used by IT Team Date Acquired 11/09/2012			Unknown
Dell M4600 Laptop -Used by Marty Date Acquired 11/10/2012			Unknown
(2) Dell U3011 Monitors -Used by IT Team Date Acquired 11/22/2012			Unknown

Debtor	Youtoo Technologies, LLC	Case number (if known)	
	Name		
(2) Barracuda Load Balancers			
Date Acquired 12/05/2012			Unknown
iMac 21" -Used by Jayson Cody			
Date Acquired 12/06/2012			
Jayson Cody			
914 Waterview Circle			
Texas Richardson, TX 75080			Unknown
MacBook Pro 11" -Used by IT Team			
Date Acquired 12/10/2012			Unknown
Chyron Server			
Date Acquired 1/11/2013			Unknown
Apace Utility Server			
Date Acquired 1/25/2013			Unknown
i7 iMac 27" -Used by IT Team			
Date Acquired 1/31/2013			Unknown
Laptop -Malgrum			
Date Acquired 2/09/2013			Unknown
MacBook Air 11.6" -Used by IT Team			
Date Acquired 3/11/2013			Unknown
iMac 21.5" -Video Booth			
Date Acquired 4/07/2013			Unknown
MacBook Air 11.6" -Developer			
Date Acquired 9/05/2013			Unknown
Computer Equipment			
Date Acquired 6/30/2013			Unknown
MacBook Pro 13" -Used by IT Team			
Date Acquired 10/25/2013			Unknown
MacBook Air 13.3" -Used By Heidi			
Date Acquired 10/31/2013			Unknown
MacBook Air 13.3" -Used by Ryland			
Date Acquired 11/13/2013			
Ryland Reed			
501 Silverado Trail			
Keller, TX 76248			Unknown
MacBook Pro 15.4" -Used by IT Team			
Date Acquired 11/13/2013			Unknown
Edit Suite			
Date Acquired 3/01/2009			Unknown
DVR			Unknown
DVR			
Date Acquired 2/02/2012			Unknown
35mm Camera Adapter			
Date Acquired 3/31/2013			Unknown
Video/Audio Router			
Date Acquired 8/01/2010			Unknown
HD Avid			
Dare Acquired 12/31/2010			Unknown

Debtor Youtoo Technologies, LLC Case number (if known) _____
 Name

MacBook Air 13" -Used by Christopher Wyatt
Date Acquired 10/21/2013

Christopher Wyatt
18647 Gibbon Drive
Dallas, TX 75287

Unknown

Internet Router
Date Acquired 6/23/2011

Unknown

Telephone System
Date Acquired 9/13/2011

Unknown

Telephone Switch -St470
Date Acquired 9/13/2011

Unknown

Avid Editing System
Date Acquired 3/07/2011

Unknown

Avid Upgrade
Date Acquired 3/21/2011

Unknown

Sony NEX Fs100U Camera
Date Acquired 7/11/2011

Unknown

LA Set Signage
Date Acquired 7/31/2011

Unknown

Network Router
Date Acquired 5/01/2012

210 Park Avenue, Suite 700
Oklahoma City, OK 73102

\$1,935.00

42. **Collectibles** *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$1,935.00

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

- ☐ No
☒ Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- ☒ No
☐ Yes

Part 8: Machinery, equipment, and vehicles

46. **Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

General description

Include year, make, model, and identification numbers
 (i.e., VIN, HIN, or N-number)

**Net book value of
 debtor's interest**
 (Where available)

**Valuation method
 used for current value**

**Current value of
 debtor's interest**

47. **Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles**

Debtor **Youtoo Technologies, LLC**
Name

Case number (if known) _____

48. **Watercraft, trailers, motors, and related accessories** Examples: Boats
trailers, motors, floating homes, personal watercraft, and fishing vessels

49. **Aircraft and accessories**

50. **Other machinery, fixtures, and equipment (excluding farm
machinery and equipment)**

51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. **Is a depreciation schedule available for any of the property listed in Part 8?**

- ☒ No
☐ Yes

53. **Has any of the property listed in Part 8 been appraised by a professional within the last year?**

- ☒ No
☐ Yes

Part 9: Real property

54. **Does the debtor own or lease any real property?**

- ☒ No. Go to Part 10.
☐ Yes. Fill in the information below.

55. **Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest**

Description and location of property
Include street address or other description
such as Assessor Parcel Number (APN),
and type of property (for example,
acreage, factory, warehouse, apartment or
office building), if available.

**Nature and extent
of debtor's interest
in property**

**Net book value of
debtor's interest
(Where available)**

**Valuation method
used for current
value**

**Current value of
debtor's interest**

56. **Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$0.00

57. **Is a depreciation schedule available for any of the property listed in Part 9?**

- ☒ No
☐ Yes

58. **Has any of the property listed in Part 9 been appraised by a professional within the last year?**

- ☒ No
☐ Yes

Part 10: Intangibles and Intellectual Property

59. **Does the debtor have any interests in intangibles or intellectual property?**

- ☐ No. Go to Part 11.
☒ Yes. Fill in the information below.

General description

**Net book value of
debtor's interest
(Where available)**

**Valuation method
used for current value**

**Current value of
debtor's interest**

60. **Patents, copyrights, trademarks, and trade secrets**

Debtor **Youtoo Technologies, LLC**
Name

Case number (if known) _____

Intangibles-Patents**Fair Market Value as of 12/31/2016 Unknown***** U.S. Patent No. 8,311,382****Recording and Publishing Content on Social Media Websites***** U.S. Patent No. 8,464,304****Content Creation and Distribution System***** U.S. Patent No. 8,601,506****Content Creation and Distribution System***** U.S. Patent No. 8,413,206****Participating in Television Programs***** U.S. Patent No. 9,319,161****Participating in Television Programs***** U.S. Patent No. 9,083,997****Recording and Publishing Content on Social Media Websites****U.S. Patent No. 674768****Unknown****61. Internet domain names and websites****Domain #1****www.youtootech.com****\$0.00****Unknown****Domain #2****www.youtoo.com****Unknown****62. Licenses, franchises, and royalties****63. Customer lists, mailing lists, or other compilations****64. Other intangibles, or intellectual property****65. Goodwill****66. Total of Part 10.**

Add lines 60 through 65. Copy the total to line 89.

\$0.00**67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?**

- ☒ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☒ No
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 11: All other assets**70. Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☒ No. Go to Part 12.
☐ Yes. Fill in the information below.

Debtor **Youtoo Technologies, LLC**
Name

Case number (if known) _____

**Current value of
debtor's interest****71. Notes receivable**

Description (include name of obligor)

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

73. Interests in insurance policies or annuities**74. Causes of action against third parties (whether or not a lawsuit has been filed)****75. Other contingent and unliquidated claims or causes of action of every nature,
including counterclaims of the debtor and rights to set off claims****76. Trusts, equitable or future interests in property****77. Other property of any kind not already listed** *Examples: Season tickets, country club membership***78. Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$0.00**79. Has any of the property listed in Part 11 been appraised by a professional within the last year?**

- ☒ No
☐ Yes

Debtor **Youtoo Technologies, LLC**
Name

Case number (if known) _____

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	<u>\$800.00</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$1,935.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.....</i> →		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	<u>+\$0.00</u>	
91. Total. Add lines 80 through 90 for each column. 91a.	<u>\$2,735.00</u>	91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.....	<u>\$2,735.00</u>	

Fill in this information to identify the case:Debtor name Youtoo Technologies, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF OKLAHOMACase number _____
(if known)☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property**12/15**

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

- 2. List in alphabetical order all creditors who have secured claims.** If a creditor has more than one secured claim, list the creditor separately for each claim.

*Column A***Amount of claim**

Do not deduct the value of collateral.

*Column B***Value of collateral that supports this claim**

- 3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.**

\$4,069,633.96

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 1: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column A
Amount of claim
 Do not deduct the
 value of collateral.

Column B
Value of collateral
that supports
this claim
2.1
Creditor's name
Covenant Global Alpha Fund, LP
Describe debtor's property that is
subject to a lien
\$2,625,000.00\$2,735.00
Creditor's mailing address
c/o GP/Manager MCFGA, LLC
200 Park Avenue, Suite 700
Assets/Patents**Describe the lien****Secured / Agreement**Oklahoma City OK 73102**Is the creditor an insider or related party?**☐ No☒ Yes**Creditor's email address, if known****Is anyone else liable on this claim?**☒ No☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)**Date debt was incurred** 2014 & 2015**Last 4 digits of account**
number**As of the petition filing date, the claim is:**

Check all that apply.

Do multiple creditors have an interest in the same property?☐ No☒ Yes. Specify each creditor, including this creditor, and its relative priority.☐ Contingent☐ Unliquidated☐ Disputed**For Intangibles-Patents Fair Market****Value as of 12/31/2016 Unkn: 1)****Youtoo Capital Partners, LP; 2)****Covenant Global Alpha Fund, LP; 3)****Covenant Private Equity Partners II,****Inc. For Accounts Receivables/Asia****TV USA: 1) Youtoo Capital Partners,****LP; 2) Covenant Global Alpha Fund,****LP; 3) Covenant Private Equity****Partners II, Inc. For Accounts****Receivables/Capstone Inc.: 1)****Youtoo Capital Partners, LP; 2)****Covenant Global Alpha Fund, LP; 3)****Covenant Private Equity Partners II,****Inc. For Adobe Flash Media****Software Date Acquired 2/2/2011 :****1) Youtoo Capital Partners, LP; 2)****Covenant Global Alpha Fund, LP; 3)****Covenant Private Equity Partners II,****Inc. For Sony Laptop/Monitor-****Developer Date Acquired 3/15/2011****: 1) Youtoo Capital Partners, LP; 2)****Covenant Global Alpha Fund, LP; 3)****Covenant Private Equity Partners II,****Inc. For (2) Barracuda Load****Balancers Date Acquired****12/05/2012 : 1) Youtoo Capital****Partners, LP; 2) Covenant Global****Alpha Fund, LP; 3) Covenant Private****Equity Partners II, Inc. For (2) Dell****U3011 Monitors -Used by IT Team****Date Acquired 11/22: 1) Youtoo****Capital Partners, LP; 2) Covenant****Global Alpha Fund, LP; 3) Covenant****Private Equity Partners II, Inc. For****(2) MacBook Pro 15"-Used by****Development Team Date Acquired****7: 1) Youtoo Capital Partners, LP; 2)****Covenant Global Alpha Fund, LP; 3)****Covenant Private Equity Partners II,****Inc. For 35mm Camera Adaptor**

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 1: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column A
Amount of claim
Do not deduct the
value of collateral.

Column B
Value of collateral
that supports
this claim

2.2

Creditor's name
Covenant Private Equity Partners II, Inc

**Describe debtor's property that is
subject to a lien**

\$875,000.00\$2,735.00

Creditor's mailing address
c/o GP/Manager MCFGA, LLC
200 Park Avenue, Suite 700

Assets/Patents**Describe the lien****Secured / Agreement**

Oklahoma City OK 73102

Is the creditor an insider or related party?☐ No☒ Yes**Creditor's email address, if known****Is anyone else liable on this claim?**☒ No☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)**Date debt was incurred** 2014 & 2015

**Last 4 digits of account
number**

As of the petition filing date, the claim is:

Check all that apply.

Do multiple creditors have an interest in the same property?☐ No☒ Yes. Have you already specified the relative priority?☐ Contingent☐ Unliquidated☐ Disputed☐ No. Specify each creditor, including this creditor, and its relative priority.☒ Yes. The relative priority of creditors is specified on lines 2.1**2.3**

Creditor's name
Youtoo Capital Partners, LP

**Describe debtor's property that is
subject to a lien**

\$569,633.96\$2,735.00

Creditor's mailing address
c/o GP/Manager MCFGA, LLC
210 Park Avenue, Suite 700

Assets/Patents**Describe the lien****Secured Loan / Agreement**

Oklahoma City OK 73102

Is the creditor an insider or related party?☐ No☒ Yes**Creditor's email address, if known****Is anyone else liable on this claim?**☒ No☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)**Date debt was incurred**

**Last 4 digits of account
number**

As of the petition filing date, the claim is:

Check all that apply.

Do multiple creditors have an interest in the same property?☐ No☒ Yes. Have you already specified the relative priority?☐ Contingent☐ Unliquidated☐ Disputed☐ No. Specify each creditor, including this creditor, and its relative priority.☒ Yes. The relative priority of creditors is specified on lines 2.1

Youtube Capital Partners, LP acquired a Heartland Bank loan to Youtoo TV, LLC and foreclosed on it for a partial satisfaction. The Claim amount is still outstanding. Youtoo Technologies is a guarantor of the loan and the Security Agreements

Fill in this information to identify the case:Debtor Youtoo Technologies, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF OKLAHOMACase number
(if known) _____☐ Check if this is an
amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☒ No. Go to Part 2.
☐ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or part.

If more space is needed for priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim Priority amount

2.1 Priority creditor's name and mailing addressAs of the petition filing date, the
claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Date or dates debt was incurred

Is the claim subject to offset?

- ☐ No
☐ Yes

Last 4 digits of account
number _____Specify Code subsection of PRIORITY unsecured
claim: 11 U.S.C. § 507(a)(_____)

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If more space is needed for nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.1</div>	Nonpriority creditor's name and mailing address <u>AQUA Leasing LLC</u> <u>510 Railway Avenue #336</u> <u>Campbell</u> <u>CA</u> <u>95008</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$15,000.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.2</div>	Nonpriority creditor's name and mailing address <u>Booya! Media Social Network</u> <u>c/o Jason Martell</u> <u>25 Morning Breeze</u> <u>Irvine</u> <u>CA</u> <u>92603</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$500.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.3</div>	Nonpriority creditor's name and mailing address <u>Carrington, Coleman, Sloman & Blumenthal</u> <u>901 Main Street, Suite 5500</u> <u>Dallas</u> <u>TX</u> <u>75202</u> Date or dates debt was incurred <u>10/28/2016</u> Last 4 digits of account number _____ Agreement for Representation Concerning US Patents	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Contract/Lease</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$376,970.67</u>

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.4</div> Nonpriority creditor's name and mailing address <u>Christopher Wyatt</u> <u>18647 Gibbon Drive</u> <u>Dallas TX 75287</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$60,000.00</u>
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This is the amount that is owed per the settlement agreement on October 10, 2017.
 \$30,000.00 was paid to Christopher Wyatt on Oct 19, 2017 and another payment of \$10,000.00 was paid to Christopher Wyatt on October 31, 2017

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.5</div> Nonpriority creditor's name and mailing address <u>Clearview International LLC</u> <u>c/o Blenden Roth Law Firm</u> <u>2217 Harwood Road</u> <u>Bedford TX 76021</u> Date or dates debt was incurred _____ Last 4 digits of account number <u>0 7 6 2</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$28,048.55</u>
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<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.6</div> Nonpriority creditor's name and mailing address <u>Comforce</u> <u>3492 Momentum Place</u> <u>Chicago IL 60689</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$29,700.00</u>
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Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.7</div> Nonpriority creditor's name and mailing address <u>Covenant Private Equity Partners III, LP</u> <u>210 Park Avenue, Suite 3000</u> <u>Oklahoma City</u> <u>OK</u> <u>73102</u> Date or dates debt was incurred <u>03/10/2017</u> Last 4 digits of account number <u> </u> <u> </u> <u> </u> <u> </u> Covenant Private Equity Partners III, LP financed the operating expenses for Youtoo Technologies, LLC	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$2,191,883.70</u>
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<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.8</div> Nonpriority creditor's name and mailing address <u>Danny Ohman</u> <u>2717 Cypress Court</u> <u>Flower Mound</u> <u>TX</u> <u>75028</u> Date or dates debt was incurred _____ Last 4 digits of account number <u> </u> <u> </u> <u> </u> <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$491.16</u>
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<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.9</div> Nonpriority creditor's name and mailing address <u>Darren Feher</u> <u>220 Ingleside Road</u> <u>Fairfield</u> <u>CT</u> <u>06824</u> Date or dates debt was incurred _____ Last 4 digits of account number <u> </u> <u> </u> <u> </u> <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$210,000.00</u>
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<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.10</div> Nonpriority creditor's name and mailing address <u>Darren Feher</u> <u>220 Ingleside Road</u> <u>Fairfield</u> <u>CT</u> <u>06824</u> Date or dates debt was incurred _____ Last 4 digits of account number <u> </u> <u> </u> <u> </u> <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$4,567.24</u>
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Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.11</div>	Nonpriority creditor's name and mailing address <u>David Armour</u> <u>3764 Camino Codomix</u> <u>Calabasas</u> <u>CA</u> <u>91302</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$1,950.23</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.12</div>	Nonpriority creditor's name and mailing address <u>Delaware Secretary of State</u> <u>State of Delaware-Division Corporation</u> <u>PO Box 5509</u> <u>Binghamton</u> <u>NY</u> <u>13902</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$300.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.13</div>	Nonpriority creditor's name and mailing address <u>Digital Miracles, LLC</u> <u>1805 Cranbrook Drive South</u> <u>Colleyville</u> <u>TX</u> <u>76034</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$126,980.66</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.14</div>	Nonpriority creditor's name and mailing address <u>Dykema Gossett PLLC</u> <u>Dept CH 16382</u> <u>Palatine</u> <u>IL</u> <u>60055-6382</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$149,067.99</u>

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.15 Nonpriority creditor's name and mailing addressFirst Insurance Funding CorpPO Box 66468Chicago IL 60666-0468

Date or dates debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is:

Check all that apply.

- ☒ Contingent
☒ Unliquidated
☒ Disputed

Basis for the claim:

Trade Vendor

Is the claim subject to offset?

- ☒ No
☐ Yes

\$376.61**3.16** Nonpriority creditor's name and mailing addressFish & Richardson P.C.PO Box 3295Boston MA 02241-3295

Date or dates debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is:

Check all that apply.

- ☒ Contingent
☒ Unliquidated
☒ Disputed

Basis for the claim:

Trade Vendor

Is the claim subject to offset?

- ☒ No
☐ Yes

\$146,611.88**3.17** Nonpriority creditor's name and mailing addressFleetstaff, Inc. Wells Fargo Business CrPO Box 823424Philadelphia PA 19182-3424

Date or dates debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is:

Check all that apply.

- ☒ Contingent
☒ Unliquidated
☒ Disputed

Basis for the claim:

Trade Vendor

Is the claim subject to offset?

- ☒ No
☐ Yes

\$104,232.00**3.18** Nonpriority creditor's name and mailing addressGlobal Outlook, Inc222 W. Las Colinas Blvd Suite No. 1410NIrving TX 75039

Date or dates debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is:

Check all that apply.

- ☒ Contingent
☒ Unliquidated
☒ Disputed

Basis for the claim:

Trade Vendor

Is the claim subject to offset?

- ☒ No
☐ Yes

\$63.20

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.19 Nonpriority creditor's name and mailing address <u>Grapevine Station LLC</u> <u>1000 Texan Trail, Suite 200</u> <u>Grapevine TX 76051</u> Date or dates debt was incurred <u>02/01/2017</u> Last 4 digits of account number <u> </u> <u> </u> <u> </u> <u> </u> Office Lease: 1000 Texan Trail, Suite 223, Grapevine, TX 76051	As of the petition filing date, the claim is: Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Contract/Lease</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$3,300.00</u>
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3.20 Nonpriority creditor's name and mailing address <u>Hall & Ludlam</u> <u>Attorneys at Law</u> <u>210 Park Avenue, Suite 3001</u> <u>Oklahoma City OK 73102</u> Date or dates debt was incurred <u>03/27/2017</u> Last 4 digits of account number <u> </u> <u> </u> <u> </u> <u> </u> Agreement for Representation Concerning US Patents	As of the petition filing date, the claim is: Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Contract/Lease</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>Unknown</u>
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3.21 Nonpriority creditor's name and mailing address <u>Heidi Miller</u> Date or dates debt was incurred <u> </u> Last 4 digits of account number <u> </u> <u> </u> <u> </u> <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$453.20</u>
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3.22 Nonpriority creditor's name and mailing address <u>Jayson Cody</u> <u>914 Waterview Circle</u> <u>Texas Richardson TX 75080</u> Date or dates debt was incurred <u> </u> Last 4 digits of account number <u> </u> <u> </u> <u> </u> <u> </u>	As of the petition filing date, the claim is: Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$5,000.00</u>
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Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.23</div>	Nonpriority creditor's name and mailing address <u>John R. Ames, CTA</u> <u>PO Box 139066</u> <u>Dallas TX 75313-9066</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$169.04</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.24</div>	Nonpriority creditor's name and mailing address <u>Kai Buehler</u> <u>3625 Berryman Avenue</u> <u>Los Angeles CA 90066</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$22,000.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.25</div>	Nonpriority creditor's name and mailing address <u>Liberty Mutual Insurance</u> <u>PO Box 85834</u> <u>San Diego CA 92186-5834</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$318.92</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.26</div>	Nonpriority creditor's name and mailing address <u>Marc Mulgrum</u> <u>3 Fairview Drive</u> <u>Yorktown Heights NY 10598</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$835.41</u>

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.27</div>	Nonpriority creditor's name and mailing address <u>Mark Harwell</u> <u>6401 Fox Chase</u> <u>Plano TX 75024</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$1,658.21</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.28</div>	Nonpriority creditor's name and mailing address <u>Motivity Labs, Inc</u> <u>222 W. Las Colinas Blvd Suite 1410</u> <u>North Tower Irving TX 75039</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$10,438.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.29</div>	Nonpriority creditor's name and mailing address <u>Neal & McDevitt</u> <u>1776 Ash Street</u> <u>Northfield IL 60093</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$20,043.88</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.30</div>	Nonpriority creditor's name and mailing address <u>New York Athletic Club</u> <u>180 Central Park South</u> <u>New York NY 10019</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$292.50</u>

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.31</div>	Nonpriority creditor's name and mailing address <u>Piedmont</u> <u>c/o Piedmont Operating Partnership</u> <u>PO Box 843759</u> <u>Dallas</u> <u>TX</u> <u>75284-3759</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$19,402.55</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.32</div>	Nonpriority creditor's name and mailing address <u>Polsinelli</u> <u>900 W. 48th Plance</u> <u>Suite 900</u> <u>Kansas City</u> <u>MO</u> <u>64112</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Other</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$2,652,664.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.33</div>	Nonpriority creditor's name and mailing address <u>Quill Corporation</u> <u>PO Box 37600</u> <u>Philadelphia</u> <u>PA</u> <u>19101-0600</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$684.81</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.34</div>	Nonpriority creditor's name and mailing address <u>Red River Systems</u> <u>16415 Addison Road, Suite 725</u> <u>Addison</u> <u>TX</u> <u>75001</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$148,596.25</u>

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

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Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.35</div>	Nonpriority creditor's name and mailing address <u>Remotely Creative</u> <u>3764 Camino Codorniz</u> <u>Calabasas</u> <u>CA</u> <u>91302</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$45,000.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.36</div>	Nonpriority creditor's name and mailing address <u>Robins, Kaplan, Miller & Ciresi LLP</u> <u>2800 LaSalle Plaza 800 LaSalle Avenue</u> <u>Minneapolis</u> <u>MN</u> <u>55402-2015</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$1,778.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.37</div>	Nonpriority creditor's name and mailing address <u>Roger Rohatgi</u> <u>4216 Tiffany Drive</u> <u>Flower Mound</u> <u>TX</u> <u>75022</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>(\$835.41)</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.38</div>	Nonpriority creditor's name and mailing address <u>Ryland Reed</u> <u>501 Silverado Trail</u> <u>Keller</u> <u>TX</u> <u>76248-1641</u> Date or dates debt was incurred _____ Last 4 digits of account number _____ Employment Offer for the position of Chief Operating Officer	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Contract/Lease</u> Is the claim subject to offset? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes	<u>\$2,500.00</u>

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

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Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.39</div>	Nonpriority creditor's name and mailing address <u>Shikha Malhotra</u> <u>6213 Love Drive Apt 2618</u> <u>Irving TX 75039</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$12,465.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.40</div>	Nonpriority creditor's name and mailing address <u>The Hartford</u> <u>PO Box 660916</u> <u>Dallas TX 75266-0916</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$13,187.30</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.41</div>	Nonpriority creditor's name and mailing address <u>Time Warner Cable</u> <u>PO Box 60074</u> <u>City of Industry CA 91716-0074</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$15,750.76</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.42</div>	Nonpriority creditor's name and mailing address <u>TM Television</u> <u>2440 Lacy Lane, Suite 110</u> <u>Carrollton TX 75006</u> Date or dates debt was incurred _____ Last 4 digits of account number ____ _	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$3,350.00</u>

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

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Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.43</div>	Nonpriority creditor's name and mailing address <u>Tracey McCormack</u> <u>3219 Kelton Avenue</u> <u>Los Angeles</u> <u>CA</u> <u>90034</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$5,548.42</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.44</div>	Nonpriority creditor's name and mailing address <u>TrueBridge Resources, Inc.</u> <u>PO Box 935222</u> <u>Atlanta</u> <u>GA</u> <u>31193</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$274,102.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.45</div>	Nonpriority creditor's name and mailing address <u>TW Telecom</u> <u>PO Box 172567</u> <u>Denver</u> <u>CO</u> <u>80217-2567</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$10,775.37</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.46</div>	Nonpriority creditor's name and mailing address <u>Twitter, Inc</u> <u>c/o Durie Tangri LLP</u> <u>217 Leidesdorff Street</u> <u>San Francisco</u> <u>CA</u> <u>94111</u> Date or dates debt was incurred _____ Last 4 digits of account number <u>7</u> <u>6</u> <u>4</u> <u>N</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt/Suit</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>Unknown</u>

Debtor Youtoo Technologies, LLC

Case number (if known) _____

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.47</div>	Nonpriority creditor's name and mailing address <u>Yojimbo Corporation</u> <u>1666 China Gulch Road</u> <u>Jacksonville</u> <u>OR</u> <u>97530</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Vendor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$26,825.00</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.48</div>	Nonpriority creditor's name and mailing address <u>Youtoo Media, LP</u> <u>c/o Delaware Secretary of State</u> <u>PO Box 5509</u> <u>Binghamton</u> <u>NY</u> <u>13902</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$529,935.81</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.49</div>	Nonpriority creditor's name and mailing address <u>Youtoo Networks, LLC</u> <u>c/o Delaware Secretary of State</u> <u>PO Box 5509</u> <u>Binghamton</u> <u>NY</u> <u>13902</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$3,381,873.88</u>
<div style="border: 1px solid black; padding: 2px; display: inline-block;">3.50</div>	Nonpriority creditor's name and mailing address <u>YoutooTV, LLC</u> <u>c/o Delaware Secretary of State</u> <u>PO Box 5509</u> <u>Binghamton</u> <u>NY</u> <u>13902</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$2,145,014.09</u>

Debtor **Youtoo Technologies, LLC**

Case number (if known) _____

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1	Barnett & Garcia, PLLC 3821 Juniper Trace, Suite 108 Austin TX 78738	Line 3.34 <input type="checkbox"/> Not listed. Explain:	1 1 2 5
4.2	Haynes Boone LLP 2323 Victory Avenue, Suite 700 Dallas TX 75219	Line 3.46 <input type="checkbox"/> Not listed. Explain:	7 6 4 N
4.3	IRS PO Box 7346 Philadelphia PA 19101-7346	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	6 2 0 8
4.4	Niro Law and Friedman Suder & Cooke 181 West Madison Street, Suite 4600 Chicago IL 60602	Line 3.20 <input type="checkbox"/> Not listed. Explain:	_____
4.5	Oklahoma Tax Commission Legal Division 100 N Broadway Avenue Suite 1500 Oklahoma City OK 73102	Line _____ <input checked="" type="checkbox"/> Not listed. Explain: Notice Only	6 2 0 8

Debtor Youtoo Technologies, LLC Case number (if known) _____**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

Total of claim amounts

5a. Total claims from Part 1 5a. \$0.005b. Total claims from Part 2 5b. + \$12,799,870.885c. Total of Parts 1 and 2 5c. \$12,799,870.88
Lines 5a + 5b = 5c.

Fill in this information to identify the case:Debtor name Youtoo Technologies, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF OKLAHOMACase number _____ Chapter 7
(if known)☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.**1. Does the debtor have any executory contracts or unexpired leases?**

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1	State what the contract or lease is for and the nature of the debtor's interest State the term remaining _____ List the contract number of any government contract _____	Agreement for Representation Concerning US Patents Contract to be REJECTED	<u>Carrington, Coleman, Sloman & Blumenthal</u> <u>901 Main Street, Suite 5500</u> _____ _____ <u>Dallas</u> <u>TX</u> <u>75202</u>
2.2	State what the contract or lease is for and the nature of the debtor's interest State the term remaining _____ List the contract number of any government contract _____	Office Lease 1000 Texan Trail, Suite 223 Grapevine, TX 76051 Contract to be REJECTED	<u>Grapevine Station LLC</u> <u>1000 Texan Trail, Suite 200</u> _____ _____ <u>Grapevine</u> <u>TX</u> <u>76051</u>
2.3	State what the contract or lease is for and the nature of the debtor's interest State the term remaining _____ List the contract number of any government contract _____	Agreement for Representation Concerning US Patents Contract to be REJECTED	<u>Hall & Ludlam</u> <u>Attorneys at law</u> <u>210 Park Avenue, Suite 3001</u> _____ _____ <u>Oklahoma City</u> <u>OK</u> <u>73102</u>
2.4	State what the contract or lease is for and the nature of the debtor's interest State the term remaining _____ List the contract number of any government contract _____	Employment Offer for the position of Chief Operating Officer Contract to be REJECTED	<u>Ryland Reed</u> <u>501 Silverado Trail</u> _____ _____ <u>Keller</u> <u>TX</u> <u>76248-1641</u>

Fill in this information to identify the case:Debtor name Youtoo Technologies, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF OKLAHOMACase number
(if known) _____☐ Check if this is an
amended filing

Official Form 206H

Schedule H: Codebtors**12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- ☒ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- ☐ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

*Column 1: Codebtor**Column 2: Creditor***Name****Mailing address****Name***Check all schedules
that apply:*

Fill in this information to identify the case:Debtor Name Youtoo Technologies, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF OKLAHOMA

Case number (if known): _____

☐ Check if this is an amended filingOfficial Form 206Sum**Summary of Assets and Liabilities for Non-Individuals****12/15****Part 1: Summary of Assets****1. Schedule A/B: Assets--Real and Personal Property** (Official Form 206A/B)**1a. Real property:**Copy line 88 from Schedule A/B..... **\$0.00****1b. Total personal property:**Copy line 91A from Schedule A/B..... **\$2,735.00****1c. Total of all property**Copy line 92 from Schedule A/B..... **\$2,735.00****Part 2: Summary of Liabilities****2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D..... **\$4,069,633.96****3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**Copy the total claims from Part 1 from line 5a of Schedule E/F..... **\$0.00****3b. Total amount of claims of nonpriority amount of unsecured claims:**Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F..... **+ \$12,799,870.88****4. Total liabilities**Lines 2 + 3a + 3b..... **\$16,869,504.84**

Fill in this information to identify the case and this filing:Debtor Name Youtoo Technologies, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF OKLAHOMACase number
(if known) _____**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors****12/15**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets--Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *A Summary of Assets and Liabilities for Non-Individuals* (Official Form 206-Summary)
- ☐ Amended Schedule _____
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/30/2017
MM / DD / YYYY

X /s/ Marsh Pitman, Member/Manager
Signature of individual signing on behalf of debtor

Marsh Pitman, Member/Manager
Printed name

See Attached
Position or relationship to debtor

To the best of management's knowledge, the creditors listed are all that have been identified. If others are discovered the schedules will be amended

Fill in this information to identify the case:Debtor name Youtoo Technologies, LLCUnited States Bankruptcy Court for the: WESTERN DISTRICT OF OKLAHOMACase number
(if known) _____☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy****04/16**

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply.

Gross revenue
(before deductions
and exclusions)

From the beginning of the
fiscal year to filing date:

From 10/31/2017 to
MM/DD/YYYY

Filing date

☒ Operating a business
☐ Other _____

\$13,000.50

For prior year:

From 10/31/2016 to 10/30/2017
MM/DD/YYYY MM/DD/YYYY

☒ Operating a business
☐ Other _____

\$320,567.00

For the year before that:

From 10/31/2015 to 10/30/2016
MM/DD/YYYY MM/DD/YYYY

☒ Operating a business
☐ Other _____

\$327,116.00**2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None**Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None

Debtor	Youtoo Technologies, LLC	Case number (if known)	
Name			

	Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1.	Christopher Wyatt <small>Creditor's name</small> 18647 Gibbon Dr. <small>Street</small>	This is the amount that is owed per the settlement agreement on October 10, 2017. \$30,000.00 was paid Oct 19, 2017 and \$10,000.00 was paid on October 31, 2017	\$40,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other Settlement Agreement
	Dallas TX 75287 <small>City State ZIP Code</small>			
3.2.	Grapevine Station LLC <small>Creditor's name</small> 1000 Texan Trail <small>Street</small>	August 1, 2017; September 1, 2017; and October 1, 2017	\$3,300.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other Office Lease
	Grapevine TX 76051 <small>City State ZIP Code</small>			
3.3.	Tri Corps CyberSecurity, LLC <small>Creditor's name</small> 12312 Hidden Forrest Blvd <small>Street</small>	11/30/2017	\$3,774.66	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other
	Oklahoma City OK 73142 <small>City State ZIP Code</small>			
3.4.	Barbara Ley CPA, PC <small>Creditor's name</small> 6305 Waterford Blvd <small>Street</small> Suite 450	11/30/17	\$2,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other
	Oklahoma City OK 73118 <small>City State ZIP Code</small>			
3.5.	Grayble <small>Creditor's name</small> 5570 FM 423 <small>Street</small> Suite 250-1103	11/30/17	\$11,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other
	Frisco TX 75034 <small>City State ZIP Code</small>			

Debtor **Youtoo Technologies, LLC**
Name

Case number (if known)

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or co-signed by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None**5. Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None**6. Setoffs**

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None**Part 3: Legal Actions or Assignments****7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity--within 1 year before filing this case.

☐ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. Redriver Systems, LLC vs Youtoo Technologies, LLC	Civil	District Court of Dallas County, Texas Name George L. Allen, Sr. Courts Building Street 600 Commerce Street, Box 822	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
Case number Cause No DC-15-11125		Dallas TX 75202 City State ZIP Code	
7.2. Twitter, Inc vs Youtoo Technologies, LLC	United States Patent and Trademark Office/Before the Patent Trial and Appeal Board	US Patent and Trademark Office Name Street	<input checked="" type="checkbox"/> Pending <input checked="" type="checkbox"/> On appeal <input type="checkbox"/> Concluded
Case number IPR2017-00829	Case IPR2017-00829 Patent 9,083,997 B2	 City State ZIP Code	

Debtor Youtoo Technologies, LLC	Case number (if known) _____
<small>Name</small>	

Case title	Nature of case	Court or agency's name and address	Status of case
7.3. Youtoo Technologies, LLC vs Twitter, Inc	Civil	U.S. Dist Court Northern Dist of Texas	<input checked="" type="checkbox"/> Pending
		<small>Name</small>	<input type="checkbox"/> On appeal
		Earle Cabell Federal Building	<input type="checkbox"/> Concluded
		<small>Street</small>	
		1100 Commerce St	
Case number		Dallas TX 75242	
3:16-cv-00764-N		<small>City State ZIP Code</small>	

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

☒ None

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**

☒ None

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

Who was paid or who received the transfer?	If not money, describe the property transferred	Dates	Total amount or value
11.1. The Gooding Law Firm, P.C.		11/30/2017	\$5,000.00
Address			
204 N. Robinson			
<small>Street</small>			
Suite 650			
<small>City State ZIP Code</small>			
Oklahoma City	OK	73102	
<small>City</small>	<small>State</small>	<small>ZIP Code</small>	
Email or website address			

Who made the payment, if not debtor?			

Debtor **Youtoo Technologies, LLC** Case number (if known) _____
 Name

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
 Do not include transfers already listed on this statement.

☒ None

13. Transfers not already listed on this statement

List any transfers of money or other property--by sale, trade, or any other means--made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address**Dates of occupancy**

14.1. **6565 North MacArthur, Suite 400**

From **2011** To **06/28/2016**

Street

Irving

TX

75039

City

State

ZIP Code

Address**Dates of occupancy**

14.2. **1901 North Akard Street**

From **06/28/2016** To **01/12/2017**

Street

Dallas

TX

75201

City

State

ZIP Code

Address**Dates of occupancy**

14.3. **Plano Office**

From **01/12/2017** To **08/03/2017**

Street

Plano

TX

ZIP Code

City

State

Address**Dates of occupancy**

14.4. **1000 Texan Trail, Suite 223**

From **02/01/2017** To **11/2017**

Street

Grapevine

TX

76051

City

State

ZIP Code

Debtor **Youtoo Technologies, LLC**
Name

Case number (if known) _____

Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- ☐ diagnosing or treating injury, deformity, or disease, or
- ☐ providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
- ☐ Yes. Fill in the information below.

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

- ☒ No.
- ☐ Yes. State the nature of the information collected and retained _____
- Does the debtor have a privacy policy about that information?
- ☐ No.
- ☐ Yes.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b) or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.
- ☐ Yes. Does the debtor serve as plan administrator?
- ☐ No. Go to Part 10.
- ☐ Yes. Fill in below:

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts, certificates of deposit, and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

- ☒ None

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

- ☒ None

Debtor **Youtoo Technologies, LLC**
Name

Case number (if known) _____

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None**Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own****21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None**Part 12: Details About Environmental Information**

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law?

Include settlements and orders.

☒ No☐ Yes. Provide details below.**23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**☒ No☐ Yes. Provide details below.**24. Has the debtor notified any governmental unit of any release of hazardous material?**☒ No☐ Yes. Provide details below.**Part 13: Details About the Debtor's Business or Connections to Any Business****25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

25.1. **Business name and address**
Youtoo Licensing, LLC
Name

Street

City State ZIP Code

Describe the nature of the business
Non-Operational

Employer Identification number
Do not include Social Security number or ITIN.

EIN: _____ - _____

Dates business existedFrom _____ To present

Debtor	Youtoo Technologies, LLC	Case number (if known) _____
	Name	
	Business name and address	Describe the nature of the business
25.2.	Youtoo.com LLC	Non-Operational
	Name	Employer Identification number
	_____	Do not include Social Security number or ITIN.
	Street	EIN: _____ - _____

	City State ZIP Code	Dates business existed
		From _____ To present

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

	Name and address	Dates of service
26a.1.	Barbara A. Ley	From 2016 To present
	Name	
	Certified Public Accountant	
	Street	
	6305 Waterford Blvd Suite 450	
	Oklahoma City	OK 73118
	City State ZIP Code	

	Name and address	Dates of service
26a.2.	Robison Gary Johnson & Associates PLLC	From 2017 To Persent
	Name	
	14220 Barbour Avenue	
	Street	
	Oklahoma City	OK 73134
	City State ZIP Code	

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☒ None

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

Debtor **Youtoo Technologies, LLC**
Name

Case number (if known)

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- ☒ No.
☐ Yes. Give the details about the two most recent inventories.

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Youtoo Capital Partners, LP	210 Park Avenue Suite 700 Oklahoma City, OK 73102		88.99%
Wrangler Trust	300 Crescent Court, Suite Dallas, TX 75201		11.01%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☐ No
☒ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Youtoo Media, LP	1400 Preston Road, Suite 400 Plano, TX 75370	Managing Memeber / 99.4231573%	From <u>2010</u> To <u>2017</u>
Ed Frazier	2601 Cypress Hills Court Arlington, TX 76006	Domestic Partner / 0.1853705%	From <u>2015</u> To <u>2016</u>
Jon Lunsford	1500 River Road West Crozier, VA 23039	Domestic Partner / 0.1235803%	From <u>2015</u> To <u>2016</u>
Kevin Lehman	7006 Lismore Court Colleyville, TX 76034	Domestic Partner / 0.0926813%	From <u>2015</u> To <u>2016</u>
Ryland Reed	8004 Derby Run North Richland Hills, TX 76182	Chief Operating Officer / 0.0601997%- Started Posit 8/1/16	From <u>2015</u> To <u>2016</u>
Mark Howell	6401 Fox Chase Plano, TX 75024	Domestic Partner / 0.1150109%	From <u>2015</u> To <u>2016</u>

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☒ No
☐ Yes. Identify below.

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Debtor Youtoo Technologies, LLC Case number (if known) _____
 Name

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/30/2017
 MM / DD / YYYY

X /s/ Marsh Pitman, Member/Manager
 Signature of individual signing on behalf of the debtor

Printed name Marsh Pitman, Member/Manager

Position or relationship to debtor See Attached

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- ☐ No
☒ Yes

To the best of management's knowledge, the equity interests are as have been identified. However, as to the Wrangler Trust, that interest is disputed until proven.

B2030 (Form 2030) (12/15)

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA
OKLAHOMA CITY DIVISION**

In re **Youtoo Technologies, LLC**

Case No. _____

Chapter 7

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept.....	<u>\$5,000.00</u>
Prior to the filing of this statement I have received.....	<u>\$5,000.00</u>
Balance Due.....	<u>\$0.00</u>

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify)

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify)

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with another person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

B2030 (Form 2030) (12/15)

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

11/30/2017

Date

/s/ O. Clifton Gooding

O. Clifton Gooding

The Gooding Law Firm, P.C.

650 City Place Building

204 N. Robinson Avenue

Oklahoma City, Oklahoma 73102

Phone: (405) 948-1978 / Fax: (405) 948-0864

cgooding@goodingfirm.com

Bar No. 10315

/s/ Marsh Pitman, Member/Manager

Marsh Pitman, Member/Manager

See Attached

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA
OKLAHOMA CITY DIVISION**

IN RE: **Youtoo Technologies, LLC**

CASE NO

CHAPTER **7**

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 11/30/2017

Signature /s/ Marsh Pitman, Member/Manager
Marsh Pitman, Member/Manager
See Attached

Date _____

Signature _____

AQUA Leasing LLC
510 Railway Avenue #336
Campbell, CA 95008

Barnett & Garcia, PLLC
3821 Juniper Trace, Suite 108
Austin, TX 78738

Booya! Media Social Network
c/o Jason Martell
25 Morning Breeze
Irvine, CA 92603

Carrington, Coleman, Sloman & Blumenthal
901 Main Street, Suite 5500
Dallas, TX 75202

Christopher Wyatt
18647 Gibbon Drive
Dallas, TX 75287

Clearview International LLC
c/o Blenden Roth Law Firm
2217 Harwood Road
Bedford, TX 76021

Comforce
3492 Momentum Place
Chicago, IL 60689

Covenant Global Alpha Fund, LP
c/o GP/Manager MCFGA, LLC
200 Park Avenue, Suite 700
Oklahoma City, OK 73102

Covenant Private Equity Partners II, Inc
c/o GP/Manager MCFGA, LLC
200 Park Avenue, Suite 700
Oklahoma City, OK 73102

Covenant Private Equity Partners III, LP
210 Park Avenue, Suite 3000
Oklahoma City, OK 73102

Danny Ohman
2717 Cypress Court
Flower Mound, TX 75028

Darren Feher
220 Ingleside Road
Fairfield, CT 06824

David Armour
3764 Camino Codomix
Calabasas, CA 91302

Delaware Secretary of State
State of Delaware-Division Corporation
PO Box 5509
Binghamton, NY 13902

Digital Miracles, LLC
1805 Cranbrook Drive South
Colleyville, TX 76034

Dykema Gossett PLLC
Dept CH 16382
Palatine, IL 60055-6382

First Insurance Funding Corp
PO Box 66468
Chicago, IL 60666-0468

Fish & Richardson P.C.
PO Box 3295
Boston, MA 02241-3295

Fleetstaff, Inc. Wells Fargo Business Cr
PO Box 823424
Philadelphia, PA 19182-3424

Global Outlook, Inc
222 W. Las Colinas Blvd Suite No. 1410N
Irving, TX 75039

Grapevine Station LLC
1000 Texan Trail, Suite 200
Grapevine, TX 76051

Hall & Ludlam
Attorneys at Law
210 Park Avenue, Suite 3001
Oklahoma City, OK 73102

Haynes Boone LLP
2323 Victory Avenue, Suite 700
Dallas, TX 75219

Heidi Miller

IRS
PO Box 7346
Philadelphia, PA 19101-7346

Jayson Cody
914 Waterview Circle
Texas Richardson, TX 75080

John R. Ames, CTA
PO Box 139066
Dallas, TX 75313-9066

Kai Buehler
3625 Berryman Avenue
Los Angeles, CA 90066

Liberty Mutual Insurance
PO Box 85834
San Diego, CA 92186-5834

Marc Mulgrum
3 Fairview Drive
Yorktown Heights, NY 10598

Mark Harwell
6401 Fox Chase
Plano, TX 75024

Motivity Labs, Inc
222 W. Las Colinas Blvd Suite 1410
North Tower Irving, TX 75039

Neal & McDevitt
1776 Ash Street
Northfield, IL 60093

New York Athletic Club
180 Central Park South
New York, NY 10019

Niro Law and Friedman Suder & Cooke
181 West Madison Street, Suite 4600
Chicago, IL 60602

Oklahoma Tax Commission
Legal Division
100 N Broadway Avenue Suite 1500
Oklahoma City, OK 73102

Piedmont
c/o Piedmont Operating Partnership
PO Box 843759
Dallas, TX 75284-3759

Polsinelli
900 W. 48th Plance
Suite 900
Kansas City, MO 64112

Quill Corporation
PO Box 37600
Philadelphia, PA 19101-0600

Red River Systems
16415 Addison Road, Suite 725
Addison, TX 75001

Remotely Creative
3764 Camino Codorniz
Calabasas, CA 91302

Robins, Kaplan, Miller & Ciresi LLP
2800 LaSalle Plaza 800 LaSalle Avenue
Minneapolis, MN 55402-2015

Roger Rohatgi
4216 Tiffany Drive
Flower Mound, TX 75022

Ryland Reed
501 Silverado Trail
Keller, TX 76248-1641

Shikha Malhotra
6213 Love Drive Apt 2618
Irving, TX 75039

The Hartford
PO Box 660916
Dallas, TX 75266-0916

Time Warner Cable
PO Box 60074
City of Industry, CA 91716-0074

TM Television
2440 Lacy Lane, Suite 110
Carrollton, TX 75006

Tracey McCormack
3219 Kelton Avenue
Los Angeles, CA 90034

TrueBridge Resources, Inc.
PO Box 935222
Atlanta, GA 31193

TW Telecom
PO Box 172567
Denver, CO 80217-2567

Twitter, Inc
c/o Durie Tangri LLP
217 Leidesdorff Street
San Francisco, CA 94111

Yojimbo Corporation
1666 China Gulch Road
Jacksonville, OR 97530

Youtoo Capital Partners, LP
c/o GP/Manager MCFGA, LLC
210 Park Avenue, Suite 700
Oklahoma City, OK 73102

Youtoo Media, LP
c/o Delaware Secretary of State
PO Box 5509
Binghamton, NY 13902

Youtoo Networks, LLC
c/o Delaware Secretary of State
PO Box 5509
Binghamton, NY 13902

YoutooTV, LLC
c/o Delaware Secretary of State
PO Box 5509
Binghamton, NY 13902

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF OKLAHOMA
OKLAHOMA CITY DIVISION**

In re: **Youtoo Technologies, LLC**

CASE NO

CHAPTER **7**

BUSINESS INCOME AND EXPENSES

Youtoo Technologies, LLC

FINANCIAL REVIEW OF THE DEBTOR'S BUSINESS (NOTE: ONLY INCLUDE information directly related to the business operation.)

PART A - GROSS BUSINESS INCOME FOR PREVIOUS 12 MONTHS:

1. Gross Income for 12 Months Prior to Filing:	\$320,567.00
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PART B - ESTIMATED AVERAGE FUTURE GROSS MONTHLY INCOME:

2. Gross Monthly Income:	\$1,300.05
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PART C - ESTIMATED AVERAGE FUTURE MONTHLY EXPENSES:

3. Net Employee Payroll (Other Than Debtor):	\$27,000.00
4. Payroll Taxes:	\$0.00
5. Unemployment Taxes:	\$0.00
6. Worker's Compensation:	\$0.00
7. Other Taxes:	\$0.00
8. Inventory Purchases (including raw materials):	\$0.00
9. Purchase of Feed/Fertilizer/Seed/Spray:	\$0.00
10. Rent (other than debtor's principal residence):	\$1,100.00
11. Utilities:	\$0.00
12. Office Expenses and Supplies:	\$0.00
13. Repairs and Maintenance:	\$0.00
14. Vehicle Expenses:	\$0.00
15. Travel and Entertainment:	\$0.00
16. Equipment Rental and Leases:	\$0.00
17. Legal/Accounting/Other Professional Fees:	\$54.38
18. Insurance:	\$0.00
19. Employee Benefits (e.g., pension, medical, etc.):	\$0.00
20. Payments to be Made Directly by Debtor to Secured Creditors for Pre-Petition Business Debts (Specify):	None
21. Other (Specify):	
Employer FICA	\$825.50
Group Medical Insurance	\$3,302.70
Payroll Expenses	\$115.08
Programming and Development	\$1,312.44

22. Total Monthly Expenses (Add items 3 - 21)	\$33,710.10
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PART D - ESTIMATED AVERAGE NET MONTHLY INCOME:

23. AVERAGE NET MONTHLY INCOME (Subtract item 22 from item 2):	(\$32,410.05)
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